

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF PENNSYLVANIA

DANNY VALERIUS, Derivatively on Behalf)	Civil Action No. 09-6208
of HARLEYSVILLE NATIONAL)	
CORPORATION,)	PLAINTIFF'S MOTION FOR TEMPORARY
)	RESTRAINING ORDER
Plaintiff,)	
)	
vs.)	
)	
PAUL D. GERAGHTY, et al.,)	
)	
Defendants,)	
)	
– and –)	
)	
HARLEYSVILLE NATIONAL)	
CORPORATION, a Pennsylvania corporation,)	
)	
Nominal Defendant.)	
)	
)	
)	

Plaintiff hereby moves the Court for an order enjoining defendants from holding the shareholder meeting, scheduled for January 22, 2010, to approve the merger (the "Merger") of Harleysville National Corporation ("HNC" or the "Company") with First Niagara Financial Group, Inc. ("FNFG"), until defendants fully disclose all material information, as set forth in the Memorandum of Points and Authorities in Support of Plaintiff's Motion for Temporary Restraining Order. Absent court intervention, plaintiff will be forced to decide whether to approve the Merger without the benefit of all required material information.

Plaintiff will be irreparably injured if forced to decide whether to approve the Merger without the benefit of all material information. For these reasons and as more fully discussed in the accompanying Memorandum of Points and Authorities in Support of Plaintiff's Motion for Temporary Restraining Order: (a) there is substantial likelihood that plaintiff would prevail on the merits at final hearing; (2) there is substantial threat that plaintiff will be irreparably harmed by the conduct complained of; (3) there is no injury to either defendants or FNFG if the preliminary injunction is issued; and (4) the public interest favors granting the injunction. Thus the Court should grant plaintiff's Motion for Temporary Restraining Order.

DATED: January 15, 2010

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